

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ray C. Schrock, P.C.  
Garrett A. Fail  
Sunny Singh

*Attorneys for Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	<b>:</b>
	<b>Chapter 11</b>
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	<b>:</b>
	<b>Case No. 18-23538 (RDD)</b>
<b>Debtors.*</b>	<b>:</b>
	<b>(Jointly Administered)</b>
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**FORTY-SIXTH MONTHLY FEE STATEMENT  
OF WEIL, GOTSHAL & MANGES LLP  
FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES INCURRED AS ATTORNEYS FOR  
DEBTORS FOR THE PERIOD FROM JULY 1, 2022 THROUGH JULY 31, 2022**

\* The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR - Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

**Name of Applicant:** Weil, Gotshal & Manges LLP,  
Attorneys for Debtors and Debtors in Possession

**Date of Retention:** November 9, 2018 *nunc pro tunc* to October 15, 2018

**Period for Which Fees and Expenses are Incurred:** July 1, 2022 through July 31, 2022

**Monthly Fees Incurred:** \$190,229.00

**Less Agreed Reduction for Prior Period:** \$9,101.64

**Less 20% Holdback:** \$36,225.47

**Monthly Expenses Incurred:** \$624.68

**Total Fees and Expenses Due:** \$145,526.57

This is a   X   Monthly    Interim    Final Fee Application

**SUMMARY OF MONTHLY FEE STATEMENT OF  
WEIL, GOTSHAL & MANGES LLP FOR SERVICES RENDERED  
FOR THE PERIOD FROM JULY 1, 2022 THROUGH JULY 31, 2022**

<b>NAME OF PROFESSIONAL PARTNERS AND COUNSEL:</b>	<b>DEPARTMENT<sup>†</sup></b>	<b>YEAR ADMITTED</b>	<b>HOURLY RATE</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
Goldring, Stuart J.	TAX	1984	\$1,950.00	1.80	\$3,510.00
Schrock, Ray C.	RES	1998	\$1,950.00	8.00	\$15,600.00
Fail, Garrett A.	RES	2004	\$1,725.00	42.90	\$74,002.50
Friedmann, Jared R.	LIT	2004	\$1,395.00	3.20	\$4,464.00
Behl-Remijan, Eric D.	TAX	2012	\$1,310.00	4.50	\$5,895.00
Goslin, Thomas D. (Counsel)	CORP	2003	\$1,275.00	0.30	\$382.50
Munz, Naomi (Counsel)	CORP	2006	\$1,250.00	1.10	\$1,402.50
Guthrie, Hayden (Counsel)	CORP	2012	\$1,250.00	0.40	\$500.00
Crozier, Jennifer Brooks (Counsel)	LIT	2015	\$1,250.00	10.90	\$13,625.00
<b>Total Partners and Counsel:</b>				<b>73.10</b>	<b>\$119,381.50</b>

<b>NAME OF PROFESSIONAL ASSOCIATES:</b>	<b>DEPARTMENT</b>	<b>YEAR ADMITTED<sup>‡</sup></b>	<b>HOURLY RATE</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
Hwang, Angeline Joong-Hui	RES	2018	\$1,130.00	6.30	\$7,119.00
Namerow, Derek	CORP	2018	\$1,130.00	11.60	\$13,108.00
Siddiqui, Furqaan M.	RES	2018	\$1,130.00	1.70	\$1,921.00
DiDonato, Philip	RES	2019	\$1,075.00	24.20	\$26,015.00
Aquila, Elaina	LIT	2020	\$980.00	5.50	\$5,390.00
Lovric, Margaret	RES	*	\$690.00	2.60	\$1,794.00
<b>Total Associates:</b>				<b>51.90</b>	<b>\$55,347.00</b>

<sup>†</sup> RES – Restructuring; CORP – Corporate; LIT - Litigation

<sup>‡</sup> \* – Not Yet Admitted

NAME OF PARAPROFESSIONALS	DEPARTMENT	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Stauble, Christopher A.	RES	\$495.00	10.80	\$5,346.00
Frayle, Barbara	CORP	\$445.00	0.30	\$133.50
Peene, Travis J.	RES	\$290.00	15.40	\$4,466.00
Mason, Kyle	RES	\$275.00	14.70	\$4,042.50
Okada, Tyler	RES	\$275.00	5.50	\$1,512.50
<b>Total Paraprofessionals:</b>			<b>46.70</b>	<b>\$15,500.50</b>

PROFESSIONALS	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
<b>TOTALS:</b>			
Partners and Counsel	\$1,633.13	73.10	\$119,381.50
Associates	\$1,066.42	51.90	\$55,347.00
Paraprofessionals	\$331.92	46.70	\$15,500.50
<b>Blended Attorney Rate</b>	<b>\$1,397.83</b>		
<b>Total Fees Incurred:</b>			<b>\$190,229.00</b>

**COMPENSATION BY WORK TASK CODE FOR  
SERVICES RENDERED BY WEIL, GOTSHAL & MANGES LLP  
FOR THE PERIOD FROM JULY 1, 2022 THROUGH JULY 31, 2022**

TASK CODE	DESCRIPTION	HOURS	AMOUNT
001	Administrative Expense Claims	13.20	\$15,060.00
003	Asset Disposition/ 363 Asset / De Minimis Asset/ Liquidation Sales	6.20	\$6,035.50
004	Automatic Stay	6.20	\$5,895.00
007	Case Administration (Docket Updates, WIP List and Case Calendar)	2.80	\$2,655.00
018	General Case Strategy	61.40	\$99,080.50
019	Hearings and Court Matters	12.80	\$5,926.00
023	Real Property Leases/ Section 365 Issues/ Cure Amounts	14.30	\$15,926.00
027	Retention/ Fee Application: Other Professionals	1.70	\$2,276.00
028	Retention/ Billing/ Fee Applications: Weil	45.60	\$26,335.00
031	Tax Issues	7.20	\$10,957.50
033	U.S. Trustee Issues/ Meetings/ Communications/ Monthly Operating	0.30	\$82.50
<b>Total:</b>		<b>171.70</b>	<b>\$190,229.00</b>

**EXPENSE SUMMARY FOR THE  
PERIOD FROM JULY 1, 2022 THROUGH JULY 31, 2022**

EXPENSES	AMOUNTS
Computerized Research	\$473.73
Mail / Messenger	\$150.95
<b>Total Expenses Requested:</b>	<b>\$624.68</b>

**Notice Parties**

SRZ Liquidating Trust  
c/o M-III Partners, LP  
130 West 42nd St, 17th Floor  
New York, New York 10036  
Attn: Mohsin Y. Meghji, CRO

Weil, Gotshal & Manges LLP  
767 Fifth Avenue  
New York, New York 10153  
Attn: Ray C. Schrock, P.C.  
Garrett A. Fail, Esq.  
Sunny Singh, Esq.

The Office of the United States Trustee  
for the Southern District of New York  
201 Varick Street, Suite 1006  
New York, New York 10014  
Attn: Paul Schwartzberg, Esq.  
Richard Morrissey, Esq.

Sears Holdings Corporation - Chapter 11 Restructuring  
 73217.0004  
 2022009860

**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
06/01/22	Friedmann, Jared R. EMAILS WITH J.CROZIER RE: ORACLE SETTLEMENT DISCUSSIONS.	0.10	139.50	001	64806424
06/09/22	Friedmann, Jared R. CALL WITH TEAM AND M-3 RE: STRATEGY ON ORACLE ADMINISTRATIVE CLAIM.	0.20	279.00	001	64879349
06/20/22	Friedmann, Jared R. EMAILS WITH J.CROZIER RE: EFFORTS TO RESOLVE ORACLE CLAIM.	0.20	279.00	001	64946963
07/05/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE CONCERNING SETTLEMENT OF ORACLE ADMINISTRATIVE-EXPENSE CLAIM (.1); DRAFT AND RESPOND TO CORRESPONDENCE CONCERNING SETTLEMENT OF CROWN EQUIPMENT ADMINISTRATIVE-EXPENSE CLAIM (.1); REVIEW AND RESPOND TO CORRESPONDENCE CONCERNING NEGOTIATIONS WITH TRANSFORM RE: SERITAGE REIMBURSEMENT FUNDS (.2).	0.40	500.00	001	65112742
07/05/22	DiDonato, Philip CORRESPONDENCE WITH CLAIMANTS RE: RETIREE CLAIMS.	0.30	322.50	001	65132364
07/05/22	Lovric, Margaret CALL WITH SEARS CLAIMANT RE: PAYMENT OF ADMIN EXPENSE CLAIM FOR SEARS GROUP LIFE INSURANCE (0.1).	0.10	69.00	001	65076242
07/06/22	Friedmann, Jared R. EMAILS AND CALL WITH J.CROZIER RE: ORACLE SETTLEMENT PROPOSAL.	0.20	279.00	001	65098916
07/06/22	Crozier, Jennifer Melien Brooks DRAFT CORRESPONDENCE OUTLINING ORACLE SETTLEMENT PROPOSAL; REVIEW AND RESPOND TO CORRESPONDENCE RE: SAME.	0.50	625.00	001	65112791
07/06/22	DiDonato, Philip	0.30	322.50	001	65163116

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
CORRESPONDENCE RE: RETIREE CLAIMS.					
07/06/22	Lovric, Margaret	0.10	69.00	001	65087376
CALL WITH CLAIMANT RE: PAYMENT OF ADMIN CLAIM IN CONNECTION WITH GROUP LIFE INSURANCE PLAN.					
07/07/22	Fail, Garrett	0.50	862.50	001	65117644
CALL WITH W. MURPHY RE: BCBS, JOHNSON CONTROLS CLAIMS, OTHER DISPUTED CLAIMS.					
07/07/22	Crozier, Jennifer Melien Brooks	0.20	250.00	001	65112757
REVIEW AND RESPOND TO CORRESPONDENCE CONCERNING SETTLEMENT OF ORACLE ADMINISTRATIVE-EXPENSE CLAIM.					
07/07/22	DiDonato, Philip	0.50	537.50	001	65132342
CORRESPONDENCE WITH CLAIMANTS RE: RETIREE CLAIMS OBJECTIONS.					
07/08/22	Fail, Garrett	0.40	690.00	001	66118366
CALL WITH W. MURPHY RE: JOHNSON CONTROLS (.4).					
07/08/22	Crozier, Jennifer Melien Brooks	0.40	500.00	001	65112760
TELECONFERENCE WITH V. PEO (COUNSEL FOR ORACLE) CONCERNING ORACLE ADMINISTRATIVE-EXPENSE CLAIM (.3); DRAFT RELATED CORRESPONDENCE (.1).					
07/08/22	DiDonato, Philip	0.50	537.50	001	65132277
CALL WITH M3 TO DISCUSS JOHNSON CONTROLS SETTLEMENT.					
07/08/22	Siddiqui, Furqaan M.	1.00	1,130.00	001	65113212
COMMUNICATIONS RE: ORACLE SETTLEMENT; REVIEW ORACLE POC; ANALYSIS RE: SETTLEMENT PROCEDURES ORDER AND SEND FINDINGS RE: SAME TO G. FAIL.					
07/11/22	Crozier, Jennifer Melien Brooks	0.20	250.00	001	65130741

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Date	Timekeeper/Narrative	Hours	Amount	Task	Index
DRAFT AND RESPOND TO CORRESPONDENCE CONCERNING ORACLE ADMINISTRATIVE-EXPENSE CLAIM.					
07/12/22	Crozier, Jennifer Melien Brooks	0.20	250.00	001	66118368
TELECONFERENCE WITH COUNSEL FOR ORACLE CONCERNING SETTLEMENT OF ADMINISTRATIVE-EXPENSE CLAIM; PREPARE RELATED CORRESPONDENCE (.2).					
07/12/22	DiDonato, Philip	0.30	322.50	001	65143204
CORRESPONDENCE RE: RETIREE CLAIMS.					
07/12/22	Aquila, Elaina	0.40	392.00	001	65141366
CORRESPONDENCE WITH J.B. CROZIER AND F. SIDDIQUI RE: SETTLEMENT STIPULATION WITH ORACLE AND TRANSFORM.					
07/13/22	Crozier, Jennifer Melien Brooks	0.50	625.00	001	66118367
REVIEW, REVISE, AND PROVIDE COMMENTS TO DRAFT STIPULATION AND PROPOSED ORDER CONCERNING ORACLE ADMINISTRATIVE-EXPENSE CLAIM (.3); REVIEW AND RESPOND TO RELATED CORRESPONDENCE (.2).					
07/13/22	Aquila, Elaina	3.00	2,940.00	001	65154803
DRAFT AND REVISE STIPULATION BETWEEN DEBTORS, ORACLE, AND TRANSFORM.					
07/13/22	Lovric, Margaret	0.30	207.00	001	65162350
RETURN CALLS FROM CLAIMANTS RE: GROUP LIFE INSURANCE PLAN (0.3).					
07/13/22	Siddiqui, Furqaan M.	0.30	339.00	001	65145858
REVISE ORACLE STIPULATION AND SEND COMMENTS TO WEIL LITIGATION TEAM.					
07/14/22	Aquila, Elaina	0.20	196.00	001	65159535
REVISE STIPULATION FOR ORACLE ADMINISTRATIVE CLAIM.					
07/15/22	Aquila, Elaina	0.40	392.00	001	65170944

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
REVISE, UPDATE, AND CIRCULATING DRAFT ORACLE STIPULATION.					
07/17/22	Crozier, Jennifer Melien Brooks	0.20	250.00	001	65174614
DRAFT AND RESPOND TO CORRESPONDENCE TO/FROM COUNSEL FROM TRANSFORM CONCERNING DRAFT STIPULATION AND ORDER RESOLVING ORACLE ADMINISTRATIVE-EXPENSE CLAIM.					
07/19/22	Goslin, Thomas D.	0.30	382.50	001	65193672
ATTEND TO CORRESPONDENCE RE: SANITATION DEPARTMENT DISPOSAL FEES (.3).					
07/25/22	Hwang, Angeline Joong-Hui	0.20	226.00	001	65269173
REVIEW M3 RESPONSE RE: TWISTER GROUP CLAIM AND RESPOND TO TWISTER GROUP'S INQUIRY RE: STATUS OF CLAIM.					
07/26/22	Crozier, Jennifer Melien Brooks	0.20	250.00	001	65237571
REVIEW AND RESPOND TO CORRESPONDENCE FROM COUNSEL FOR ORACLE CONCERNING STIPULATION SETTLING ORACLE ADMINISTRATIVE-EXPENSE CLAIM.					
07/28/22	Crozier, Jennifer Melien Brooks	0.10	125.00	001	65265115
DRAFT AND RESPOND TO CORRESPONDENCE CONCERNING TRANSFORM'S REDLINES TO ORACLE STIPULATION.					
07/28/22	Lovric, Margaret	0.10	69.00	001	65257911
CALL WITH SEARS CLAIMANT RE: STATUS OF ADMIN EXPENSE CLAIM (0.1).					
07/28/22	Siddiqui, Furqaan M.	0.40	452.00	001	65271417
COORDINATE REVISED ADDRESS/ENTITY NAME FOR W. DAEWOO (CLAIMANT).					
<b>SUBTOTAL TASK 001 - Administrative Expense</b>					
<b>Claims:</b>					
05/08/22	Munz, Naomi	0.40	510.00	003	64606674
REVIEW NDA AND RELATED EMAIL.					

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
05/24/22	Munz, Naomi EMAILS RE: TSA.	0.20	255.00	003	64738803
05/31/22	Munz, Naomi EMAILS RE: NDA FOR AFFIRMATIVE CLAIMS.	0.30	382.50	003	64793923
06/07/22	Friedmann, Jared R. REVIEW NOTICE OF APPEAL FILED BY TRANSFORM IN CONNECTION WITH FOREIGN SUBSIDIARY CASH DISPUTE (0.1); EMAILS WITH TEAM, M-3, AND RESTRUCTURING COMMITTEE RE: SAME (0.1).	0.20	279.00	003	64847736
06/09/22	Aquila, Elaina PREPARE ACKNOWLEDGMENT AND NOTICES OF APPEARANCE FOR THIRD MOTION FOR ENFORCE APA APPEAL TO THE 2ND CIRCUIT.	0.30	294.00	003	64871171
06/10/22	Aquila, Elaina CORRESPONDENCE WITH J. CROZIER.	0.10	98.00	003	64879487
06/16/22	Aquila, Elaina CALL WITH J. CROZIER.	0.10	98.00	003	64926906
06/21/22	Aquila, Elaina CORRESPONDENCE RE: APPELLANT FILINGS.	0.10	98.00	003	64950863
07/05/22	Aquila, Elaina CORRESPONDENCE RE: TRANSFORM'S FILING DATE.	0.20	196.00	003	65074446
07/12/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE CONCERNING FOREIGN SUBSIDIARY CASH AND TRANSITION SERVICES AGREEMENT (.2).	0.20	250.00	003	65143610
07/13/22	Guthrie, Hayden	0.40	500.00	003	65151279

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
REVIEWING MAURITIUS ISSUES.					
07/13/22	Crozier, Jennifer Melien Brooks	1.30	1,625.00	003	65174337
REVIEW CORRESPONDENCE CONCERNING DEBTORS' INTEREST IN CLAIMS PENDING IN BLUE CROSS BLUE SHIELD ACTION AND NON-CONTIGUOUS PROPERTY NEAR HOFFMAN ESTATES (.3); DRAFT CORRESPONDENCE CONCERNING SECOND APA SETTLEMENT AGREEMENT'S AMENDMENT OF TRANSITION SERVICES AGREEMENT, DEBTORS' INTEREST IN CLAIMS PENDING IN BCBS ACTION, AND PROPERTY NEAR HOFFMAN ESTATES (.5); RELATED REVIEW OF APA, SECOND APA SETTLEMENT AGREEMENT, AND RELATED PLEADINGS AND EXHIBITS (.5).					
07/14/22	DiDonato, Philip	0.50	537.50	003	65163107
CORRESPONDENCE WITH M3 RE: SECOND APA SETTLEMENT PROVISIONS.					
07/21/22	Crozier, Jennifer Melien Brooks	0.40	500.00	003	65216206
REVIEW AND ANALYZE MEMORANDUM CONCERNING ARGUMENTS TO BE ASSERTED IN CONNECTION WITH TRANSFORM'S APPEAL OF DISTRICT COURT'S AFFIRMATION OF BANKRUPTCY COURT'S ORDER GRANTING DEBTORS' THIRD MOTION TO ENFORCE.					
07/25/22	Okada, Tyler	1.50	412.50	003	65296113
ASSIST WITH PREPARATION, FILE AND SERVE NOTICE OF DE MINIMIS ASSET SALE TAYLOR, MI [ECF NO. 10539].					
<b>SUBTOTAL TASK 003 - Asset Disposition/363 Asset /De Minimis Asset/Liquidation Sales:</b>					
07/01/22	DiDonato, Philip	0.20	215.00	004	65056205
CORRESPOND WITH AUTO STAY MOVANTS.					
07/06/22	DiDonato, Philip	0.20	215.00	004	65163123
CORRESPONDENCE WITH AUTO STAY MOVANTS.					
07/07/22	DiDonato, Philip	0.30	322.50	004	65132354
CORRESPONDENCE WITH AUTO STAY MOVANTS.					

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
07/08/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65132285
07/12/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65143231
07/14/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65163105
07/15/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65163040
07/20/22	DiDonato, Philip CORRESPONDENCE RE: HDL INDEMNIFICATION CLAIM IN PREPETITION LITIGATION.	0.50	537.50	004	65215910
07/21/22	Lovric, Margaret REVIEW CLAIM DOCUMENTS IN CONNECTION WITH REQUEST FOR AUTO STAY STIPULATION (0.5).	0.50	345.00	004	65211673
07/22/22	DiDonato, Philip CORRESPONDENCE RE: HDL INDEMNITY CLAIM AND REVIEW DOCUMENTS RELATING TO SAME.	0.90	967.50	004	65226082
07/22/22	Lovric, Margaret REVIEW CLAIM DOCUMENTS IN CONNECTION WITH REQUEST FOR AUTO STAY STIPULATION (0.5); CALL WITH P. DIDONATO RE: SAME (0.2).	0.70	483.00	004	65211664
07/25/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65226186
07/25/22	Lovric, Margaret REVIEW CLAIMS DOCUMENTS IN CONNECTION WITH POTENTIAL AUTO STAY STIPULATION (0.2); EMAILS WITH P. DIDONATO RE: SAME (0.1).	0.30	207.00	004	65257997

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
07/26/22	Lovric, Margaret REVIEW SETTLEMENT AGREEMENT BETWEEN SEARS AND HDL INSURER IN CONNECTION WITH POTENTIAL AUTO STAY STIPULATION (0.3).	0.30	207.00	004	65238018
07/27/22	DiDonato, Philip REVIEW AND SUMMARIZE TERMS OF INDEMNITY AGREEMENT RE: HDL CLAIMS.	0.60	645.00	004	65240171
07/27/22	Lovric, Margaret EMAILS WITH P. DIDONATO RE: POTENTIAL LIFT STAY STIPULATION (0.2).	0.20	138.00	004	65241071
07/29/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65260044
<b>SUBTOTAL TASK 004 - Automatic Stay:</b>		<b>6.20</b>	<b>\$5,895.00</b>		
07/05/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.30	82.50	007	65079073
07/07/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.30	82.50	007	65172987
07/12/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.20	55.00	007	65173067
07/13/22	Fail, Garrett EMAILS WITH M3 AND ATTENTION TO OPEN ISSUES LISTS.	0.50	862.50	007	65170471
07/14/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.20	55.00	007	65221723
07/19/22	Mason, Kyle	0.10	27.50	007	65229201

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.					
07/20/22	Fail, Garrett	0.60	1,035.00	007	65216575
	EMAILS WITH WEIL TEAM AND M3 RE: OPEN ISSUES.				
07/21/22	Mason, Kyle	0.10	27.50	007	65229197
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
07/26/22	Fail, Garrett	0.20	345.00	007	65265284
	ATTENTION TO OPEN ISSUES AND HEARING SCHEDULES.				
07/26/22	Mason, Kyle	0.20	55.00	007	65306031
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
07/28/22	Mason, Kyle	0.10	27.50	007	65306935
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
<b>SUBTOTAL TASK 007 - Case Administration  (Docket Updates, WIP List and Case Calendar):</b>		<b>2.80</b>	<b>\$2,655.00</b>		
04/28/22	Munz, Naomi	0.20	255.00	018	64538856
	EMAIL RE: WIND DOWN OF CORPORATE ENTITIES.				
07/01/22	Fail, Garrett	2.20	3,795.00	018	65060947
	CALLS WITH W. MURPHY AND B. GRIFFITH RE: WINDDOWN AND BCBS ISSUES (.2); EMAILS WITH S. BRAUNER AND W. MURPHY RE: SAME (.2).				
07/01/22	Fail, Garrett	0.60	1,035.00	018	65600727
	ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.				
07/01/22	Hwang, Angeline Joong-Hui	0.30	339.00	018	65098999

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REVIEW MOAC SCOTUS APPEAL FILINGS.					
07/05/22	Fail, Garrett	2.00	3,450.00	018	65117698
CALL WITH MEDIATION PARTIES RE: STATUS AND NEXT STEPS (.3); EMAILS WITH M3 TEAM RE: SAME (.2); CONFER WITH R. SCHROCK RE: 506/507 CLAIMS AND CONTEMPORANEOUS CALL TO E. FOX AND EMAILS TO WEIL TEAM RE: SAME (1.0); EMAIL TO S. BRAUNER RE: CYRUS/507 CLAIMS (.5).					
07/05/22	Schrock, Ray C.	1.00	1,950.00	018	65121625
ATTEND MEDIATION SESSION.					
07/06/22	Fail, Garrett	1.10	1,897.50	018	65117690
CALL WITH S. BRAUNER RE: PLAN MODIFICATIONS AND SETTLEMENT TERMS (.3); CALL WITH BEHL-REMIJAN RE: TAX CONSIDERATIONS FOR SAME. .3 ANALYSIS RE: SAME (.5).					
07/06/22	Fail, Garrett	0.70	1,207.50	018	65600789
ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.					
07/06/22	DiDonato, Philip	1.00	1,075.00	018	65163115
REVIEW AND SUMMARIZE TREATMENT OF 1L AND 2L CLAIMS UNDER SALE DOCUMENTS AND PLAN.					
07/07/22	Fail, Garrett	0.50	862.50	018	65117821
EMAILS WITH PAUL WEISS RE: SETTLEMENT.					
07/07/22	Fail, Garrett	0.40	690.00	018	65600774
ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.					
07/07/22	Schrock, Ray C.	1.00	1,950.00	018	65121152
ATTEND MEDIATION SESSION.					
07/08/22	Fail, Garrett	1.40	2,415.00	018	65117839

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EMAILS WITH W. MURPHY AND PREFERENCE FIRMS RE: OPEN ACTIONS (.5); EMAILS RE: BCBS WITH M3 (.2); CALL WITH W. MURPHY AND 4C RE: BCBS CLAIMS (.3); EMAILS WITH W. MURPHY RE: WIP (.4).					
07/08/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	0.30	517.50	018	65600822
ATTEND MEDIATION SESSION.					
07/08/22	Schrock, Ray C. ATTEND MEDIATION SESSION.	0.80	1,560.00	018	65120937
07/12/22	Fail, Garrett CALL WITH B. GRIFFITH AND W. MURPHY RE: WATERFALL AND SETTLEMENT PROPOSAL FROM DEFENDANTS/TRANSFORM (.8); EMAIL TO WEIL TEAM AND ANALYSIS RE: SAME (.8).	1.60	2,760.00	018	65170530
07/12/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	0.70	1,207.50	018	65600712
07/12/22	Hwang, Angeline Joong-Hui REVIEW MOAC SCOTUS APPEAL DOCUMENTS AND CIRCULATE SUMMARY TO G. FAIL AND LIT TEAM.	1.50	1,695.00	018	65190829
07/13/22	Fail, Garrett EMAILS WITH M3 RE: FTI WIND DOWN INQUIRIES (.5); CALL WITH W. MURPHY RE: SAME (.1); CALL WITH WEIL TAX RE: CH 11 PLAN EFFECTIVE DATE CONSIDERATIONS (.5).	1.10	1,897.50	018	65170328
07/13/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	0.50	862.50	018	65600775
07/14/22	Fail, Garrett ANALYSES RE: SETTLEMENT ISSUES, INCLUDING SERITAGE.	1.00	1,725.00	018	65170437
07/14/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	0.80	1,380.00	018	65600688

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07/15/22	Fail, Garrett CALLS AND EMAILS WITH W. MURPHY AND R. SCHROCK AND ATTENTION TO OPEN WIND DOWN ISSUES, INCLUDING SERITAGE.	2.00	3,450.00	018	65170444
07/15/22	Schrock, Ray C. ATTEND TO ISSUES RELATED TO SETTLEMENT.	1.00	1,950.00	018	65171712
07/19/22	Friedmann, Jared R. REVIEW AND REVISE DRAFT SETTLEMENT AGREEMENT OF ESL LITIGATION (0.5); REVIEW J.CROZIER MARK-UP OF SAME (0.2); CALL WITH J.CROZIER TO COORDINATE COMMENTS TO DRAFT SETTLEMENT AGREEMENT (0.2).	0.90	1,255.50	018	65189282
07/19/22	Fail, Garrett RESPOND TO TRANSFORM OFFER TO MEDIATORS.	1.00	1,725.00	018	65216600
07/19/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65600802
07/19/22	Crozier, Jennifer Melien Brooks REVIEW, REVISE, AND REDLINE DRAFT ESL LITIGATION SETTLEMENT AGREEMENT AND DRAFT AND RESPOND TO RELATED CORRESPONDENCE; TELECONFERENCE CONCERNING REDLINES TO DRAFT SETTLEMENT AGREEMENT.	3.30	4,125.00	018	65216012
07/20/22	Friedmann, Jared R. REVIEW AND ANALYZE CARVE OUT EXHIBIT TO ESL SETTLEMENT AGREEMENT (0.2); AND CALL WITH J.CROZIER RE: SAME (0.1).	0.30	418.50	018	65199756
07/20/22	Fail, Garrett CALL WITH S. BRAUNER RE: SETTLEMENT (.5); CONFER WITH R. SCHROCK AND ANALYSIS RE: SAME (.5); EMAILS AMONGST MEDIATION PARTIES, COURT, M3 (1.5).	2.50	4,312.50	018	65216614
07/20/22	Crozier, Jennifer Melien Brooks	0.70	875.00	018	65216187

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REVIEW DRAFT SCHEDULE OF DISPUTES BETWEEN DEBTORS AND TRANSFORM TO BE CARVED OUT OF SETTLEMENT AGREEMENT RELEASES; TELECONFERENCE CONCERNING SCHEDULE; DRAFT RELATED CORRESPONDENCE.					
07/21/22	Fail, Garrett	2.00	3,450.00	018	65216585
	COMMUNICATIONS RE: / WITH MEDIATION PARTIES (.5); CALL WITH W. MURPHY AND B. GRIFFITH RE: SETTLEMENT NEGOTIATIONS (.3); CALL WITH S. O'NEIL RE: TRANSFORM ISSUES (.3); CALL WITH S. BRAUNER RE: NEGOTIATIONS (.5); ANALYSIS RE: SAME (.4).				
07/21/22	Fail, Garrett	0.60	1,035.00	018	65600684
	ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.				
07/22/22	Fail, Garrett	1.00	1,725.00	018	65217020
	ANALYSIS RE: OPEN ISSUES IN MEDIATION (.3); CALL WITH I. DIZINGOFF, R. SCHROCK, AND S. BRAUNER RE: MEDIATION (TRANSFORM AND CYRUS ISSUES) (.5); EMAILS WITH B. MURPHY (.2).				
07/22/22	Fail, Garrett	0.40	690.00	018	65600824
	ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.				
07/22/22	Schrock, Ray C.	1.50	2,925.00	018	65218257
	COORDINATE WITH MEDIATORS (.5); COORDINATE WITH AKIN RE: SETTLEMENT MOTION. (1.0).				
07/24/22	Friedmann, Jared R.	0.50	697.50	018	65228299
	REVIEW UCC'S MARK-UP OF ESL SETTLEMENT AGREEMENT (0.4); EMAILS WITH J.CROZIER RE: SAME (0.1).				
07/25/22	Friedmann, Jared R.	0.60	837.00	018	65228388
	PARTICIPATE ON CALL WITH PW TEAM, AKIN GUMP TEAM AND G.FAIL RE: COMMENTS TO SETTLEMENT AGREEMENT AND PRESENTATION OF SAME TO COURT, INCLUDING POTENTIAL EVIDENTIARY SUPPORT (0.4); REVIEW REVISED DRATF VERSION OF THE ESL LITIGATION SETTLEMENT AGREEMENT, COMBINING AKIN AND WEIL COMMENTS AND EMAIL TO J.CROZIER RE: SAME (0.2).				
07/25/22	Fail, Garrett	4.20	7,245.00	018	65265178

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CALLS WITH MEDIATORS, WILMER HALE, TRANSFORM, AKIN AND M3 AND FOLLOW-UP RE: SETTLEMENT TERMS (.6); EMAILS RE: SAME TO RESTRUCTURING COMMITTEE COMMITTEE BOARD MEMBERS (.4); EMAILS RE: MEDIATION/SETTLEMENT WITH MEDIATION PARTIES (.7); CONFER WITH R. SCHROCK RE: MEDIATION (.2); CALLS WITH W. MURPHY, S. BRAUNER AND B. BRITTON, S. BRAUNER, J. FRIEDMANN RE: SETTLEMENT AGREEMENT (.8); EMAILS WITH S. BRAUNER, P. DIDINOTO RE: ADMINISTRATIVE ISSUES AROUND FINAL CASE SETTLEMENTS (.5).					
07/25/22	Schrock, Ray C.	1.20	2,340.00	018	65271914
ATTEND CALLS WITH MEDIATORS RE: SETTLEMENT MATTERS.					
07/25/22	Crozier, Jennifer Melien Brooks	2.10	2,625.00	018	65237294
DRAFT BRIEF EMAIL MEMORANDUM CONCERNING SERITAGE REIMBURSEMENT FUNDS IN CONTEXT OF ESL LITIGATION SETTLEMENT AGREEMENT (INCLUDING REVIEW OF RELATED SERITAGE MATERIALS) (.8); REVIEW UNSECURED CREDITORS COMMITTEE'S REDLINES TO DRAFT SETTLEMENT AGREEMENT AND DRAFT RELATED CORRESPONDENCE (.5); REVIEW AND RESPOND TO RELATED CORRESPONDENCE (.2); PREPARE FOR TELECONFERENCE WITH COUNSEL FOR RESTRUCTURING SUBCOMMITTEE CONCERNING SETTLEMENT AGREEMENT AND 9019 MOTION FOR APPROVAL (.2); TELECONFERENCE WITH COUNSEL FOR RESTRUCTURING SUBCOMMITTEE (.4).					
07/25/22	Aquila, Elaina	0.70	686.00	018	65227520
UPDATE DRAFT SETTLEMENT AGREEMENT.					
07/26/22	Fail, Garrett	2.80	4,830.00	018	65265449
ANALYSIS RE: SETTLEMENT AGREEMENT DRAFTS (1.0); CALL WITH W. MURPHY AND B. GRIFFITH RE: WIND DOWN ANALYSIS (.2); EMAILS RE: SAME WITH BRAUNER AND MORIBITO (.1); CALLS WITH MEDIATORS, TRANSFORM, AKIN, M3 (.5); FOLLOW-UPS SEPARATELY RE: TRANSFORM AND SETTLEMENT (.5); CONFER WITH R. SCHROCK RE: SETTLEMENT MECHANICS (.5).					
07/27/22	Fail, Garrett	1.00	1,725.00	018	65600730
ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.					
07/27/22	Hwang, Angeline Joong-Hui	2.10	2,373.00	018	65268133
REVIEW DRAFT 9019 MOTION AND CIRCULATE PROPOSED COMMENTS TO G. FAIL.					

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07/28/22	Fail, Garrett EMAILS WITH PARTIES RE: SETTLEMENT; REVIEW SAME.	2.00	3,450.00	018	65265183
07/28/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65600717
07/28/22	Schrock, Ray C. ATTEND CALLS WITH MEDIATORS.	1.00	1,950.00	018	65270507
07/28/22	Hwang, Angeline Joong-Hui REVIEW REVISED SETTLEMENT AGREEMENT.	0.20	226.00	018	65269462
07/29/22	Fail, Garrett EMAILS TO CASE PROFESSIONALS AND CONTEMPORANEOUS CALLS WITH W. MURPHY AND M. KORYCKI RE: SETTLEMENT ISSUES.	1.30	2,242.50	018	65265360
07/29/22	DiDonato, Philip REVIEW AND SUMMARIZE TERMS OF PLAN FOR 9019 MOTION/ORDER.	1.70	1,827.50	018	65260038
07/29/22	Hwang, Angeline Joong-Hui REVIEW EMAILS RE: SETTLEMENT AGREEMENT.	0.10	113.00	018	65269713
<b>SUBTOTAL TASK 018 - General Case Strategy (includes Team Calls):</b>		<b>61.40</b>	<b>\$99,080.50</b>		
07/06/22	Stauble, Christopher A. COORDINATE FUTURE HEARING DATES AND TRANSFER OF CASE WITH CHAMBERS.	0.70	346.50	019	65271935
07/12/22	Stauble, Christopher A. ASSIST WITH PREPARATION OF HEARING AGENDA FOR 7/27/2022 (1.3); COORDINATE SAME WITH CHAMBERS (.2).	1.50	742.50	019	65273867

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07/12/22	Peene, Travis J. ASSIST WITH PREPARATION OF JULY 27, 2022 HEARING AGENDA.	1.10	319.00	019	65170368
07/13/22	Stauble, Christopher A. REVISE HEARING AGENDA FOR 7/27/2022 (1.6); COORDINATE SAME WITH CHAMBERS (.2).	1.80	891.00	019	65273740
07/18/22	Stauble, Christopher A. REVISE HEARING AGENDA FOR 7/27/2022 (1.2); COORDINATE SAME WITH CHAMBERS (.3).	1.50	742.50	019	65362000
07/20/22	Stauble, Christopher A. COORDINATE FINAL CASE HEARING WITH CHAMBERS AND TEAM RE: SETTLEMENT AND FINAL FEE APPLICATIONS.	1.70	841.50	019	65363113
07/20/22	Peene, Travis J. ASSIST WITH PREPARATION OF NOTICE OF CANCELLATION AND ADJOURNMENT OF JULY 27, 2022 ZOOM HEARING TO AUGUST 23, 2022.	0.30	87.00	019	65221134
07/21/22	Stauble, Christopher A. CONTINUE COORDINATION OF FINAL CASE HEARING WITH CHAMBERS AND TEAM RE: SETTLEMENT AND FINAL FEE APPLICATIONS.	0.80	396.00	019	65363104
07/25/22	Stauble, Christopher A. COORDINATE WITH CHAMBERS RE: CANCELLATION OF HEARING ON 7/27/2022.	0.60	297.00	019	65375197
07/25/22	Peene, Travis J. ASSIST WITH PREPARATION OF NOTICE OF CANCELLATION OF JULY 27, 2022 HEARING.	0.30	87.00	019	65269009
07/26/22	Stauble, Christopher A. COORDINATE WITH CHAMBERS AND TEAM RE: ADJOURNMENT OF ALL MATTERS TO 8/31/2022.	1.60	792.00	019	65375224
07/26/22	Peene, Travis J.	0.30	87.00	019	65268965

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ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF CANCELLATION AND ADJOURNMENT OF JULY 27, 2022 ZOOM HEARING TO AUGUST 31, 2022 [ECF NO. 10542].					
07/27/22	Stauble, Christopher A.	0.60	297.00	019	65375216
	COORDINATE WITH CHAMBERS AND TEAM RE: ADJOURNMENT OF ALL MATTERS TO 8/31/2022.				
<b>SUBTOTAL TASK 019 - Hearings and Court Matters:</b>		<b>12.80</b>	<b>\$5,926.00</b>		
05/11/22	Frayle, Barbara	0.30	133.50	023	64631774
	ORDER CSC CERTIFICATE OF GOOD STANDING FROM MICHIGAN.				
07/11/22	Namerow, Derek	1.80	2,034.00	023	65161031
	REVISE AND FINALIZE PSA FOR TAYLOR, MI (.8); EMAILS RE: SAME (.2); DRAFT/FINALIZE CLOSING DOCUMENTS FOR SAME (.6); UPDATE STATUS TRACKER (.2).				
07/12/22	Hwang, Angeline Joong-Hui	0.10	113.00	023	65190798
	RETURN CALL FROM H. KAPLAN RE: SEARS REAL ESTATE INQUIRY.				
07/13/22	Namerow, Derek	2.40	2,712.00	023	65160933
	REVIEW BUYER COMMENTS TO PSA (.3); COORDINATE CONVERSION (.2); REVISE PSA (.4); REVIEW AND SEARCH TAXES FOR SAME (.6); DRAFT ESCROW INSTRUCTION LETTER (.6); CHECK TITLE COMMITMENT (.2); UPDATE STATUS TRACKER (.1).				
07/13/22	Hwang, Angeline Joong-Hui	0.30	339.00	023	65218581
	REVIEW AND RESPOND TO EMAIL FROM P. DIDONATO RE: ESTATE ASSUMED LEASES.				
07/14/22	Namerow, Derek	0.60	678.00	023	65160974
	COMPILE FULLY EXECUTED PSA, ESCROW AGREEMENT AND ACCESS AGREEMENT.				
07/15/22	Namerow, Derek	0.70	791.00	023	65160859
	COORDINATE ESCROW FOR TAYLOR, MI.				

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07/19/22	Namerow, Derek REVIEW UPDATED COMMITMENT FOR TAYLOR, MI (.2); MULTIPLE EMAILS RE: SAME (.3); SEARCH DEED FORMS FOR MICHIGAN (.4); UPDATE STATUS TRACKER (.1).	1.00	1,130.00	023	65235600
07/20/22	Namerow, Derek PREPARE FOR UPCOMING SALES.	0.70	791.00	023	65235759
07/21/22	Namerow, Derek COMPILE SIGNATURE PACKETS AND COMPUTE PRORATIONS FOR CLOSING.	0.60	678.00	023	65235676
07/21/22	Hwang, Angeline Joong-Hui REVIEW EMAIL FROM G. FAIL RE: SETTLEMENT OF INSURANCE CLAIM AND RESPOND RE: SETTLEMENT PROCEDURES.	0.60	678.00	023	65218840
07/25/22	Namerow, Derek CHECK FOR BROKERAGE AGREEMENT (.2); COORDINATE SALE NOTICE (.2).	0.40	452.00	023	65237066
07/25/22	DiDonato, Philip DRAFT AND FILE SALE NOTICE RE: MICHIGAN PROPERTY.	0.50	537.50	023	65226104
07/25/22	Hwang, Angeline Joong-Hui CIRCULATE DRAFT SETTLEMENT NOTICE EMAIL TO W. GALLAGHER FOR REVIEW.	0.10	113.00	023	65268854
07/26/22	Namerow, Derek PREPARE FOR UPCOMING CLOSINGS.	0.80	904.00	023	65244396
07/27/22	Namerow, Derek RESEARCH ADVERSE POSSESSION REQUIREMENTS IN OHIO (.6); REVIEW PSA FOR TAYLORM MI AND EMAIL RE: SAME (.3); SEARCH EMAILS RE: PAYMENT OF SEVERAL TITLE INVOICES (.4); UPDATE STATS TRACKER (.1).	1.40	1,582.00	023	65244344
07/27/22	Hwang, Angeline Joong-Hui	0.80	904.00	023	65269261

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DISCUSS WITH G. FAIL RE: SANTA ROSA APPEAL (.4); REVIEW AND RESPOND TO EMAILS FROM W. GALLAGHER RE: DAYTON SETTLEMENT (.3); CIRCULATE DAYTON SETTLEMENT NOTICE TO NOTICE PARTIES (.1).					
07/28/22	Namerow, Derek SEARCH TRUSTEE INFORMATION FOR CTT (.2); PREPARE FOR TAYLOR CLOSING (.5); UPDATE TRACKER (.1).	0.80	904.00	023	65296024
07/29/22	Namerow, Derek UPDATE CLOSING DOCUMENTS FOR UPCOMING SALES;.	0.40	452.00	023	65296007
<b>SUBTOTAL TASK 023 - Real Property Leases/Section 365 Issues /Cure Amounts:</b>		<b>14.30</b>	<b>\$15,926.00</b>		
07/13/22	Peene, Travis J. ASSIST WITH PREPARATION, FILE AND SERVE THE FORTY-FIFTH MONTHLY FEE STATEMENT OF M-III ADVISORY PARTNERS, LP FOR COMPENSATION EARNED AND EXPENSES INCURRED FOR PERIOD OF JUNE 1, 2022 THROUGH JUNE 30, 2022 [ECF NO. 10528].	0.40	116.00	027	65170701
07/20/22	DiDonato, Philip CORRESPONDENCE WITH DELOITTE RE: FEE APP.	0.30	322.50	027	65215763
07/29/22	Fail, Garrett CALL WITH P. HARNER RE: CASE STATUS.	0.50	862.50	027	65265322
07/29/22	Schrock, Ray C. ATTEND CALL WITH FEE EXAMINER.	0.50	975.00	027	65270674
<b>SUBTOTAL TASK 027 - Retention/Fee Application: Other Professionals:</b>		<b>1.70</b>	<b>\$2,276.00</b>		
07/17/22	Fail, Garrett	1.60	2,760.00	028	65170862

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PREPARE STATEMENT IN ACCORDANCE WITH GUIDELINES AND COURT ORDERS.					
07/20/22	Peene, Travis J.	1.10	319.00	028	65221153
ASSIST WITH PREPARATION OF WEIL'S 45TH MONTHLY FEE STATEMENT (JUNE 2022).					
07/25/22	DiDonato, Philip	0.60	645.00	028	65226045
DRAFT FINAL FEE APP AND CORRESPONDENCE WITH WEIL TEAM RE: SAME.					
07/25/22	Peene, Travis J.	2.70	783.00	028	65268930
ASSIST WITH PREPARATION OF WEIL'S ELEVENTH FEE APPLICATION FOR INTERIM AND FINAL COMPENSATION.					
07/25/22	Peene, Travis J.	0.50	145.00	028	65269182
ASSIST WITH PREPARATION, FILE AND SERVE THE FORTY-FIFTH MONTHLY FEE STATEMENT OF WEIL, GOTSHAL & MANGES LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS ATTORNEYS FOR DEBTORS FOR THE PERIOD FROM JUNE 1, 2022 THROUGH JUNE 30, 2022 [ECF NO. 10538].					
07/26/22	DiDonato, Philip	4.40	4,730.00	028	65237866
DRAFT FINAL FEE APPLICATION AND CORRESPONDENCE WITH WEIL TEAM RE: SAME.					
07/26/22	Peene, Travis J.	5.30	1,537.00	028	65268884
ASSIST WITH PREPARATION OF WEIL'S ELEVENTH FEE APPLICATION FOR INTERIM AND FINAL COMPENSATION.					
07/27/22	DiDonato, Philip	4.60	4,945.00	028	65240160
DRAFT FINAL FEE APPLICATION AND CORRESPONDENCE WITH WEIL TEAM RE: SAME.					
07/27/22	Peene, Travis J.	3.40	986.00	028	65268813
ASSIST WITH PREPARATION OF WEIL'S ELEVENTH FEE APPLICATION FOR INTERIM AND FINAL COMPENSATION.					

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07/27/22	Okada, Tyler	0.60	165.00	028	65296147
ASSIST WITH PREPARATION OF ELEVENTH INTERIM AND FINAL FEE APPLICATION OF WGM.					
07/27/22	Mason, Kyle	4.20	1,155.00	028	65307007
ASSIST WITH PREPARATION OF ELEVENTH AND FINAL FEE APPLICATION OF WGM.					
07/28/22	DiDonato, Philip	3.50	3,762.50	028	65260022
DRAFT FINAL FEE APP AND CORRESPONDENCE WITH WEIL TEAM RE: SAME.					
07/28/22	Okada, Tyler	3.10	852.50	028	65296156
ASSIST WITH PREPARATION OF ELEVENTH INTERIM AND FINAL FEE APPLICATION OF WGM.					
07/28/22	Mason, Kyle	5.40	1,485.00	028	65307113
ASSIST WITH PREPARATION OF FINAL FEE APP OF WGM.					
07/29/22	DiDonato, Philip	1.00	1,075.00	028	65260033
DRAFT FINAL FEE APP AND CORRESPONDENCE WITH WEIL TEAM RE: SAME.					
07/29/22	Mason, Kyle	3.20	880.00	028	65307049
ASSIST WITH PREPARATION OF FINAL FEE APPLICATION OF WGM.					
07/31/22	Mason, Kyle	0.40	110.00	028	65307071
ASSIST WITH PREPARATION OF FINAL FEE APP OF WGM.					
<b>SUBTOTAL TASK 028 - Retention/Billing/Fee</b>					
<b>Applications: WGM:</b>					
07/05/22	Behl-Remijan, Eric D.	0.20	262.00	031	65071610
ANALYZE NOL ISSUES.					
07/05/22	Fail, Garrett	0.70	1,207.50	031	65117996

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
CALL WITH B. GRIFFITH, M. KORYCKI, W. MURPHY RE: TAX CLAIMS AND SETOFF.					
07/06/22	Goldring, Stuart J.	0.40	780.00	031	65086900
CONFER WITH E. BEHL-REMIJAN RE: TRADING ORDER AND PLAN.					
07/06/22	Behl-Remijan, Eric D.	0.60	786.00	031	65079721
ANALYZE NOL ISSUES (.3); ANALYZE PLAN TAX ISSUES (.3).					
07/08/22	Goldring, Stuart J.	0.20	390.00	031	65123765
REVIEW AND CONSIDER EMAIL EXCHANGE WITH E. BEHL-REMIJAN AND G. FAIL RE: IMPLEMENTATION OF PLAN.					
07/08/22	Behl-Remijan, Eric D.	0.40	524.00	031	65112537
ANALYZE PLAN TAX ISSUES.					
07/12/22	Goldring, Stuart J.	0.40	780.00	031	65144075
CONSIDER ALTERNATIVE LIQUIDATION STRUCTURES.					
07/12/22	Behl-Remijan, Eric D.	1.50	1,965.00	031	65137537
ANALYZE PLAN TAX ISSUES.					
07/13/22	Goldring, Stuart J.	0.50	975.00	031	65154193
CALL WITH G. FAIL AND E. BEHL-REMIJAN RE: IMPLEMENTING PLAN.					
07/13/22	Behl-Remijan, Eric D.	0.40	524.00	031	65152353
ANALYZE PLAN TAX ISSUES.					
07/20/22	Fail, Garrett	0.20	345.00	031	65216905
EMAILS AND CALL WITH D. OTERO RE: TEXAS TAX.					
07/26/22	Behl-Remijan, Eric D.	0.40	524.00	031	65233519

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**ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring**

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
ANALYZE NOL ISSUES (.2); ANALYZE FOREIGN SUBSIDIARY ISSUES (.2).					
07/28/22	Goldring, Stuart J.	0.30	585.00	031	65256790
	CONSIDER E. BEHL-REMIJAN EMAIL RE: STOCK TRADING ORDER (.3).				
07/28/22	Behl-Remijan, Eric D.	1.00	1,310.00	031	65254151
	ANALYZE NOL ISSUES (.6); ANALYZE FOREIGN SUBSIDIARY ISSUES (.4).				
<b>SUBTOTAL TASK 031 - Tax Issues:</b>		<b>7.20</b>	<b>\$10,957.50</b>		
07/29/22	Okada, Tyler	0.30	82.50	033	65296146
	ASSIST WITH PREPARATION, FILE AND SERVE POST-CONFIRMATION CORPORATE QUARTERLY OPERATING REPORT FOR THE THREE-MONTH PERIOD ENDED JULY 2, 2022 [ECF NO. 10544].				
<b>SUBTOTAL TASK 033 - U.S. Trustee issues/ meetings/ communications/monthly operating:</b>		<b>0.30</b>	<b>\$82.50</b>		
<b>Total Fees Due</b>		<b>171.70</b>	<b>\$190,229.00</b>		

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#### **ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/11/22	DiDonato, Philip COMPUTERIZED RESEARCH PAYEE: RESTRUCTURING CONCEPTS LLC (52222-01); INVOICE#: 122957; DATE: 7/5/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - CHAPTER 11 DOCKETS (RESTRUCTURING CONCEPTS LLC) USAGE REPORT JUNE 2022.	H060	41063907	49.00
07/12/22	Pancham, Brenda COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3093928766; DATE: 6/30/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK JUNE 2022.	H060	41068492	3.28
07/12/22	Leslie, Harold David COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3093928766; DATE: 6/30/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK JUNE 2022.	H060	41068405	6.92
07/12/22	Lucevic, Almir COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3093928766; DATE: 6/30/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK JUNE 2022.	H060	41068730	5.02
<b>SUBTOTAL DISB TYPE H060:</b>				<b>\$64.22</b>
07/06/22	Stauble, Christopher A. FIRM MESSENGER SERVICE PAYEE: XYZ (37976-01); INVOICE#: 1720660; DATE: 6/29/2022 - INVOICE #17206602062209026 DATE: 2022-06-22	H073	41059542	150.95
<b>SUBTOTAL DISB TYPE H073:</b>				<b>\$150.95</b>

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<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/13/22	Elsisi, Zane COMPUTERIZED RESEARCH NY WESTLAW - ELSISI,ZANE 07/13/2022 TRANSACTIONS: 1	S061	41101777	21.62
07/15/22	Crozier, Jennifer Melien Brooks COMPUTERIZED RESEARCH NY WESTLAW - CROZIER,JENNIFER 06/06/2022 TRANSACTIONS: 5	S061	41069935	58.60
07/18/22	Elsisi, Zane COMPUTERIZED RESEARCH NY WESTLAW - ELSISI,ZANE 07/18/2022 TRANSACTIONS: 20	S061	41101598	129.74
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/25/2022 TRANSACTIONS: 1	S061	41074405	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/26/2022 TRANSACTIONS: 1	S061	41074384	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/12/2022 TRANSACTIONS: 1	S061	41074414	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/30/2022 TRANSACTIONS: 1	S061	41074396	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/28/2022 TRANSACTIONS: 1	S061	41074397	1.83

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#### **ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/01/2022 TRANSACTIONS: 1	S061	41074435	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/15/2022 TRANSACTIONS: 1	S061	41074412	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/19/2022 TRANSACTIONS: 1	S061	41074438	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/22/2022 TRANSACTIONS: 1	S061	41074409	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/14/2022 TRANSACTIONS: 1	S061	41074407	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/11/2022 TRANSACTIONS: 1	S061	41074431	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/21/2022 TRANSACTIONS: 1	S061	41074398	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/07/2022 TRANSACTIONS: 1	S061	41074442	1.83

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<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/20/2022 TRANSACTIONS: 1	S061	41074385	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/16/2022 TRANSACTIONS: 1	S061	41074417	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/27/2022 TRANSACTIONS: 1	S061	41074468	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/04/2022 TRANSACTIONS: 1	S061	41074475	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/17/2022 TRANSACTIONS: 1	S061	41074433	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/23/2022 TRANSACTIONS: 1	S061	41074394	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/08/2022 TRANSACTIONS: 1	S061	41074410	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/05/2022 TRANSACTIONS: 1	S061	41074439	1.83

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#### **ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/29/2022 TRANSACTIONS: 1	S061	41074378	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/06/2022 TRANSACTIONS: 1	S061	41074469	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/24/2022 TRANSACTIONS: 1	S061	41074441	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/03/2022 TRANSACTIONS: 1	S061	41074419	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/10/2022 TRANSACTIONS: 1	S061	41074416	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/02/2022 TRANSACTIONS: 4	S061	41074388	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/18/2022 TRANSACTIONS: 1	S061	41074447	1.83
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/13/2022 TRANSACTIONS: 1	S061	41074411	1.83

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#### ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/18/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 06/09/2022 TRANSACTIONS: 3	S061	41074451	27.90
07/19/22	Peene, Travis J. COMPUTERIZED RESEARCH BLAW USAGE REPORT - JUNE 2022; ESPITIA, SADYS; DOCKET SEARCH 4	S061	41077474	43.68
07/20/22	Peene, Travis J. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083237	23.40
07/20/22	Mason, Kyle COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083065	29.10
07/20/22	Denison, Joseph COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083364	13.20
07/20/22	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083360	2.70
07/20/22	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083357	0.40
07/20/22	DiDonato, Philip COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083050	1.70

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**ITEMIZED DISBURSEMENTS**

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
07/20/22	Stauble, Christopher A. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JUNE 2022	S061	41083293	4.40
<b>SUBTOTAL DISB TYPE S061:</b>				<hr/> <hr/> <b>\$409.51</b>
<b>TOTAL DISBURSEMENTS</b>				<hr/> <hr/> <b>\$624.68</b>